

Hearing Date: February 9, 2006 at 10:00 a.m.
Objection Deadline: February 2, 2006

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formerly known as Niton, LLC

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK _____X
In re:

Chapter 11

DELPHI CORPORATION, et al.

Case No. 05-44481 (RDD)
(Jointly Administered)

Debtors.

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**ORDER GRANTING MOTION OF THERMO NITON ANALYZERS, INC.
FOR RELIEF FROM THE AUTOMATIC STAY FOR CAUSE FOR THE
LIMITED PURPOSE OF EFFECTUATING SETOFF OF PRE-PETITION
AMOUNTS BETWEEN THERMO NITON ANALYZERS, INC. AND DEBTOR**

Upon the Motion (the "Motion") of Thermo NITON Analyzers, Inc., formerly known as Niton, LLC ("NITON"), for relief from the automatic stay of 11 U.S.C. §§ 362 and 553 of the

Bankruptcy Code and Rule 4001 of the Federal Rules of Bankruptcy Procedure, for the limited purpose of effectuating setoff of pre-petition amounts between NITON and Debtor Delphi Medical Systems Colorado Corporation (the "Debtors"); and no opposition to the relief requested having been filed, and it appearing that due notice of the Motion has been provided; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that the Motion is hereby granted; and it is further

ORDERED that pursuant to 11 U.S.C. §362(d)(1) and 11 U.S.C. §553, NITON be, and it hereby is, granted relief from the automatic stay for the limited purpose of setting off amounts owed by the Debtors to Thermo NITON Analyzers LLC in the amount of \$173,555.26.

Dated: New York, New York
February __, 2006

UNITED STATES BANKRUPTCY JUDGE